

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

CORRECTION OF SCRIVENER'S
ERRORS IN BOARD ORDER ESTABLISHING
AND POOLING A CONVENTIONAL GAS
UNIT SERVED BY WELL V-535690
(hereinafter "Subject Drilling Unit")

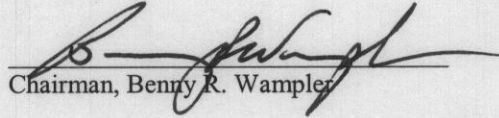
DOCKET NO. VGOB 04-0518-1292

REPORT OF BOARD

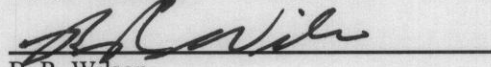
FINDINGS AND ORDER

1. The Board enters this order to correct scrivener's errors contained in that certain "Report of the Board – Findings and Order", recorded in Deed Book 608 on Page 520 in the office of the Clerk of the Circuit Court, Buchanan County, Virginia, creating and affecting a conventional gas unit to be served by well V-535690 located in the Hurricane district, Buchanan County, Virginia (herein "Subject Drilling Unit"). Said recorded order created a 112.69-acre unit and pooled the interests of four unleased parties in the unit.
2. Findings: The Board finds that:
 - (a) By order issued by the Board for subject docket on May 18, 2004 and recorded in Deed Book 608 at Page 520 in the Office of the Clerk of the Circuit Court of Buchanan County, Virginia on December 15, 2004, the Board created a 112.69-acre unit to be served by well V-535690, and pooling unleased interests in the unit (herein "Pooling Order").
 - (b) The Pooling Order named Equitable Production Company as the operator of Subject Drilling Unit.
 - (c) The Pooling Order provided pooled parties with leasing and participation options.
 - (d) It has come to the attention of the Board staff that there are scrivener's errors in the Pooling Order that need correcting.
3. Order: By this Order, The Board corrects the following scrivener's errors in the Pooling Order:
 - (a) Paragraph 9.1 under "Election Options": The line stating "Estimated, Completed-for-Production Costs: \$398,161.00" is hereby deleted and is replaced with the following:
Estimated, Completed-for-Production Costs: \$402,623.00
 - (b) A well plat ("Exhibit A"), omitted from the original Pooling Order, is attached hereto and made a part of the Pooling Order.
4. Mailing of Order and Filing of Affidavit: The Unit Operator or its Attorney shall fill an affidavit with the secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order has been sent to each person whose interest or claim is subject to escrow and whose address is known.
5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
6. Effective date: This order shall be effective as of May 18, 2004, the date Pooling Order was approved by the Board.

DONE AND EXECUTED this 13th day of January, 2005, by the Virginia Gas and Oil Board.

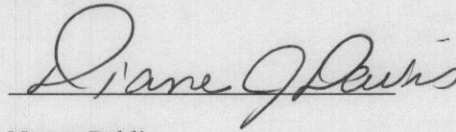

Chairman, Benny R. Wampler

DONE AND PERFORMED this 13th day of January, 2005 by Order of this Board.


B. R. Wilson
Principal Executive To The Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF WISE

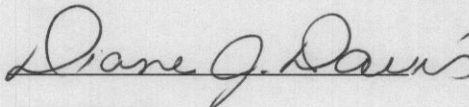
Washington
Acknowledged on this 13 day of January, 2005, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Notary Public

My commission expires: 9/30/05

STATE OF VIRGINIA)
COUNTY OF WASHINGTON)

13th
Acknowledged on this 13 day of January, 2005, personally before me a notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, being duly sworn did depose and say that he is Principal Executive to the Staff of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Notary Public

My commission expires: 9/30/05

Well Coordinates: (Geographic N27)
37.136655° -82.104185°

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Latitude 37° 10' 00"

5,580'

Longitude 82° 05' 00"

13,100'

Lease No. 244790L
Dennis Associates, Inc. -
1/3 int. coal, oil & gas

Julia Breeding Heirs -
1/3 int. coal, oil & gas
Vince & Mae Breeding Heirs -
1/3 int. coal, oil & gas
248.4 Acres
Gas 1.47 Ac. 1.30%

Lease No. 244432L
Bartemus Breeding Heirs -
surface, coal, oil & gas
230.0 Acres
Gas 105.29 Ac. 93.43%

Lease No. 241490L / T-606
Joseph Pressley
559.0 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Pine Mountain Oil & Gas, Inc. - oil & gas
Gas 5.93 Ac. 5.26%

Well Coordinates: (VA St. Plane S. Zone,
Calculated from CCC coordinates)
N 312,526 E 949,626

Well Coordinates: (Clinchfield Coal Co.)
N 11,199.43 E 81,931.43

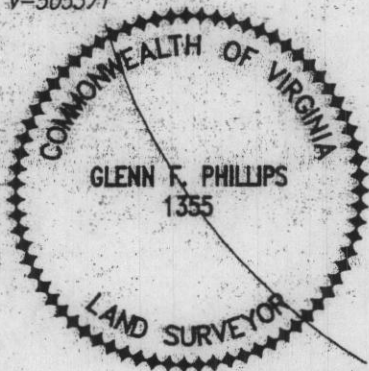
S 79°01' W
30,543'

V-505371

N 26°34' E
253.83'

N 29°58' E
414.89'

V-535690



Area of Unit = 112.69 Ac.

Well elevation determined by
GPS survey from BM MCD 229

WELL LOCATION PLAT

COMPANY Equitable Production Company WELL NAME AND NUMBER V-535690
TRACT NO. LS. No. 244432L ELEVATION 1,784.05' QUADRANGLE Vansant
COUNTY Buchanan DISTRICT Hurricane SCALE 1" = 400' DATE 4-13-2004
This Plat is a new plat x; an updated plat ; or a final location plat

+ Denotes the location of a well on United States topographic Maps, scale 1 to 24,000, latitude and longitude lines being represented by border lines as shown.

Glenn F. Phillips

Licensed Professional Engineer or Licensed Land Surveyor

Exhibit A

EXHIBIT "B"

V-535690

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Revised 5/14/2004

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
1	<u>Ella Ratliff Heirs</u> Dallas Ratliff and Blanche Ratliff, H/W PO Box 11 Davenport, VA 24239	Leased-EPC 244432.18	1.459800%	1.6452
	Ruth McFarlane, widow 4916 Lakemere Court Richmond, VA 23234	Leased-EPC 244432.22	1.459800%	1.6452
	<u>Rissie Ottaway Heirs</u> Clyde T. Ottaway 13002 Peppercorn Lane Midland, NC 28107	Leased-EPC 244432.5	0.486600%	0.5484
	James E. Ottaway, Jr. 888 Beaver Pond Road Clarkesville, VA 23927	Leased-EPC 244432.5	0.486600%	0.5484
	Gregory A. Ottaway 459 Briarwood Road Venice, FL 34293	Leased-EPC 244432.5	0.486600%	0.5484
	Blanche Rasnake, widow PO Box 19 Oakwood, VA 24631	Leased-EPC 244432.48	1.459800%	1.6452
	Arlene Lambert and James Elmer Lambert, W/H PO Box 497 Rosedale, VA 24280	Leased-EPC 244432.27	1.459800%	1.6452
	<u>Henry Ratliff Heirs</u> Elsie Ratliff, widow Route 1, Box 227 Vansant, VA 24656	Leased-EPC 244432.26	1.459800%	1.6452
	<u>Quinten Ratliff Heirs</u> Sandra M. Shankin and Kenneth Shankin, W/H 1593 Wadhams Road St. Clair, MI 48079	Leased-EPC 244432.43	0.365000%	0.4113
	Michael Ratliff, single 14386 E 9 Mile Road, Apt 203 Warren, MI 48089	Leased-EPC 244432.46	0.365000%	0.4113

EXHIBIT "B"
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Revised 5/14/2004

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Quenton R. Ratliff and Linda Ratliff, H/W 6636 Old Farm Road Roanoke, VA 24018	Leased-EPC 244432.23	0.365000%	0.4113
	Robert Ratliff, single 6811 Back Creek Road Boones Mill, VA 24065	Leased-EPC 244432.28	0.365000%	0.4113
	<u>Paul Ratliff Heirs</u> Bobbie Ratliff, widow Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.21	0.486600%	0.5484
	Vernon E. Ratliff and Nancy Karen Ratliff, H/W 2480 Township Road, 371 NW Bremen, OH 43107	Leased-EPC 244432.32	0.139000%	0.1567
	Avis L. Ratliff and Janet L. Ratliff, H/W HC 4, Box 580 Council, VA 24260	Leased-EPC 244432.45	0.139000%	0.1567
	Judy P. Ratliff Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.47	0.139000%	0.1567
	Lois Hubbard and Steve M. Hubbard, W/H PO Box 1498 Honaker, VA 24260	Leased-EPC 244432.33	0.139000%	0.1567
	Gail Rasnake and David Rasnake, W/H Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.03	0.139000%	0.1567
	Martin E. Ratliff Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.44	0.139000%	0.1567
	Rocky Ratliff, single Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.49	0.139000%	0.1567
	<u>Harmon Breeding Heirs</u> Harriet Owens and Harlis Owens, W/H PO Box 13 Davenport, VA 24239	Leased-EPC 244432.04	1.946500%	2.1935

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<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Annette Compton and Buster Bill Compton, W/H 14311 Aden Road Nokesville, VA 20181	Leased-EPC 244432.42	1.946500%	2.1935
	Ransome Breeding, married PO Box 14 Davenport, VA 24239	Leased-EPC 244432.39	1.946500%	2.1935
	Benny H. Breeding and Charlotte Breeding, H/W 775 Peppers Ferry Road, NW Christiansburg, VA 24073	Leased-EPC 244432.02	1.946500%	2.1935
	Scarlett Breeding Alt and John Alt, W/H 81 Bay Drive Annapolis, MD 21403	Leased-EPC 244432.54	1.946500%	2.1935
	Joy Brown c/o Scarlett Breeding, Alt AIF 81 Bay Drive Annapolis, MD 21403	Leased-EPC 244432.53	1.946500%	2.1935
	Fannie J. Vandyke and J.R. Vandyke, W/H 7813 Old Tarlton Pike Circleville, OH 43113	Leased-EPC 244432.16	11.688800%	13.1608
	<u>Louisa Breeding Keen Heirs</u> Joe Perkins, married Route 2, Box 381 Honaker, VA 24260	Leased-EPC 244432.38 Life Estate	0.000000%	0.0000
	Jackie Perkins and Joyce Perkins, H/W Route 1, Box 128 Vansant, VA 24656	Leased-EPC 244432.37 Remainderman	0.476700%	0.5372
	Jerry D. Perkins and Betty Perkins, H/W Route 1, Box 421 Vansant, VA 24656	Leased-EPC 244432.36 Remainderman	0.476700%	0.5372
	Grayson R. Perkins and Shirley Perkins, H/W Route 1, Box 106 Vansant, VA 24656	Leased-EPC 244432.09 Remainderman	0.476700%	0.5372

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<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Clayton K. Perkins and Ann Perkins, H/W Route 1, Box 104 Vansant, VA 24656	Leased-EPC 244432.13 Remainderman	0.476700%	0.5372
	Audrey P. Harris and Kenneth Harris, W/H Route 1, Box 333 Cedar Bluff, VA 24609	Leased-EPC 244432.12 Remainderman	0.476700%	0.5372
	Jo Ann Compton and Johnny Compton, W/H 431 Fairway Drive Abingdon, VA 24211	Leased-EPC 244432.35 Remainderman	0.476700%	0.5372
	Peggy E. Cox and Danny Cox, W/H 525 Wright Road Kernersville, NC 27284	Leased-EPC 244432.34 Remainderman	0.476700%	0.5372
	Sharlene Presley, widow 9700 Brandywine Avenue Richmond, VA 23237	Leased-EPC 244432.03	3.336800%	3.7604
	David Keen and Dorothy Keen, H/W PO Box 315 Davenport, VA 24239	Leased-EPC 244432.17	3.336800%	3.7604
	Eunice Ray, widow PO Box 596 Grundy, VA 24614	Leased-EPC 244432.14	3.336800%	3.7604
	Kenneth Keen and Yvonne Keen, H/W 1532 9th Street Cuyahoga Falls, OH 44221	Leased-EPC 244432.08	3.336800%	3.7604
	<u>Oakley Lockhart Heirs</u> Betty J. Tyson and Ernest H. Tyson, W/H 57 Sawmill Road Columbia, VA 23038	Leased-EPC 244432.07	1.668400%	1.8802
	Lorn Lee Lockhart 77 Glebe Lane Natural Bridge Station, VA 24450	Leased-EPC 244432.07	1.668400%	1.8802

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<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Geneva Presley and Marshall Presley, W/H 1215 W. Collins Flatwoods, KY 41139	Leased-EPC 244432.11	3.336800%	3.7604
	Ella Sabol, single Scott M. Looney, Agent 1218 Sawyer Avenue Akron, OH 44310	Leased-EPC 244432.1	3.336800%	3.7604
	Marie Eck and Stanley Eck, W/H 506 Granite Avenue Richmond, VA 23226-2148	Leased-EPC 244432.04	3.336800%	3.7604
	Arville Keen and Bernice Keen, H/W 17390 Wilson Street Dunfries, VA 22026	Leased-EPC 244432.06	3.336800%	3.7604
	Lena Keen, widow 121 Timber Oak Drive Bristol, VA 24201	Leased-EPC 244432.02	3.336800%	3.7604
	James H. Keen and Carmie Keen, H/W 2000 Kathy Drive Fairborn, OH 45324	Leased-EPC 244432.01	3.336800%	3.7604
	Willie Kyle Keen and Helen Peggy Keen, H/W 14128 Randall Drive Woodbridge, VA 22191	Leased-EPC 244432.05	3.336800%	3.7604
	Edna Owens, widow PO Box 609 Vansant, VA 24656	Leased-EPC 244432.15	3.336800%	3.7604
	<u>Genora Presley Heirs</u> Matawaska Presley and Clara Sutherland Presley, H/W Route 1, Box 190 Vansant, VA 24656	Leased-EPC 244432.41	1.946500%	2.1935
	Juanita Presley Tiller and Theodore Tiller, W/H 50 East Ginghamburg Road Tipp City, OH 45371	Leased-EPC 244432.31	1.946500%	2.1935
	Draper P. Street, single PO Box 81 Doran, VA 24612	Leased-EPC 244432.24	1.946500%	2.1935

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<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Ilene P. Compton, widow HC 4, Box 928 Council, VA 24260	Leased-EPC 244432.25	1.946500%	2.1935
	Howell Presley and Gola Presley, H/W Route 1, Box 201 Vansant, VA 24656	Leased-EPC 244432.19	1.946500%	2.1935
	<u>Aeolus Presley Lockhart Heirs</u> Wienthal Lockhart and Linda B. Lockhart, H/W PO Box 175 Davenport, VA 24239	Leased-EPC 244432.52	0.389300%	0.4387
	Hazel Boyd, single PO Box 102 Davenport, VA 24239	Leased-EPC 244432.51	0.389300%	0.4387
	Temple Gilbert and Garnell Gilbert, W/H Route 1, Box 192 Vansant, VA 24656	Leased-EPC 244432.29	0.389300%	0.4387
	Reva Bedwell and Glen Bedwell, W/H PO Box 1061 Goochland, VA 23063	Leased-EPC 244432.56	0.389300%	0.4387
	Marla Jackson and Billy J. Jackson, W/H 1730 Brunswick Drive Blacksburg, VA 24060-1988	Leased-EPC 244432.55	0.389300%	0.4387
2	Pine Mountain Oil & Gas P.O. Box 2136 Abingdon, VA 24212	Leased-EPC 241490, T-606	5.260000%	5.9300
3	Dennis Associates, Inc. PO Box 1960 Grundy, VA 24614-1960	Leased-EPC 244790.01	0.433300%	0.4900
	<u>Julia Breeding Heirs</u> Yvonne Ray and Carl Ray, W/H Route 1, Box 253 Vansant, VA 24656	Leased-EPC 244790.04	0.072200%	0.0817

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<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Louise V. Allen, single 1613 Mars Hill Drive - D Dayton, OH 45449	Leased-EPC 244790.08	0.072200%	0.0817
	Zane F. Breeding and Alleen Breeding, H/W 634 Mears Drive Miamisburg, OH 45342	Leased-EPC 244790.07	0.072200%	0.0817
	Udell Breeding and Roxie A. Breeding, H/W 1327 Marsha Drive Miamisburg, OH 45342	Leased-EPC 244790.05	0.072200%	0.0817
	Arthur F. Breeding and and Kimberly Breeding, H/W 813 Wake Forest Road Dayton, OH 45431	Leased-EPC 244790.06	0.072200%	0.0817
	Novelada E. Kahlau, single PO Box 2014 Marco Island, FL 34146	Unleased	0.072200%	0.0817
	<u>Vince Breeding and Mae Breeding Heirs</u>			
	James D. Breeding Sr. and Myrtle Breeding, H/W 113-A Hume Avenue Alexandria, VA 22301	Leased-EPC 244790.10	0.192500%	0.2177
	Ken Titus Breeding and Karen Breeding H/W 12455 Yeawood Drive Boston, VA 22713	Unleased	0.048100%	0.0544
	Beatrice Pauline Sutphine and Robert Sutphine, W/H 28 Oak Street Annapolis, MD 21401	Unleased	0.048100%	0.0544
	Terri L. Clark and Stephen Clark, W/H 11308 Indian Head Highway Ft. Washington, MD 20744	Leased-EPC 244790.13	0.048100%	0.0544

EXHIBIT "B"

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<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Joyce Breeding, single 9508 Lomond Drive Manassas, VA 20109	Unleased	0.048100%	0.0544
	Sandra Breeding, single 12803 Lee Lake Drive Spotsylvania, VA 22553	Leased-EPC 244790.03	0.048100%	0.0544
	TOTAL GAS ESTATE		100.000000%	112.6900
	Percentage of Unit Leased		99.783500%	
	Percentage of Unit Unleased		0.216500%	
	Acreage in Unit Leased			112.4451
	Acreage in Unit Unleased			0.2449

EXHIBIT "B-3"

V-535690

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Listing of Unleased Owners Subject to Forced Pooling

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
3	Novelada E. Kahlau, single PO Box 2014 Marco Island, FL 34146	Unleased	0.072200%	0.0817
	Ken Titus Breeding and Karen Breeding H/W 12455 Yeawood Drive Boston, VA 22713	Unleased	0.048100%	0.0544
	Beatrice Pauline Sutphine and Robert Sutphine, W/H 28 Oak Street Annapolis, MD 21401	Unleased	0.048100%	0.0544
	Joyce Breeding, single 9508 Lomond Drive Manassas, VA 20109	Unleased	0.048100%	0.0544
TOTAL GAS ESTATE			0.216500%	0.2449

VIRGINIA: In the Clerk's Office of the Circuit Court of Buchanan County. The foregoing instrument was this day presented in the office aforesaid and is, together with the certificate of acknowledgment annexed, admitted to record this 28th day of January, 20 05 10.44 A.M.
The tax imposed by § 58.1-802 of the Code has been paid in the amount of \$ 4.44.
Deed Book No. 610 and Page No. 149.
Returned to: Smme

TESTE: James M. Bevins, Jr., Clerk
TESTE: Deputy Clerk